

**UNITED STATES DISTRICT COURT  
FOR THE DISTRICT OF PUERTO RICO**

<div>In re:  THE FINANCIAL OVERSIGHT AND MANAGEMENT BOARD FOR PUERTO RICO,  as representative of  THE COMMONWEALTH OF PUERTO RICO, <i>et al.</i>  Debtors.<sup>1</sup></div>	<div>PROMESA Title III  Case No. 17 BK 3283-LTS  (Jointly Administered)</div>
<div>In re:  THE FINANCIAL OVERSIGHT AND MANAGEMENT BOARD FOR PUERTO RICO,  as representative of  PUERTO RICO ELECTRIC POWER AUTHORITY,  Debtor.</div>	<div>PROMESA Title III  Case No. 17 BK 4780-LTS  Re: ECF Nos. 815 (Case No. 17-4780), 2985 (Case No. 17-3283)</div>
<div>MASTERLINK CORPORATION,  Movant,  -against-  THE FINANCIAL OVERSIGHT AND MANAGEMENT BOARD FOR PUERTO RICO,  as representative of  PUERTO RICO ELECTRIC POWER AUTHORITY,  Respondent.</div>	<div><b>This Joint Motion Relates Only to PREPA and Shall Only be Filed in Case Nos. 17 BK 3283-LTS and 17 BK 4780-LTS</b></div>

<sup>1</sup> The Debtors in the jointly-administered Title III cases, along with each Debtor's respective Title III case number listed as a bankruptcy case number due to software limitations and the last four (4) digits of each Debtor's federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico (Bankruptcy Case No. 17 BK 3283-LTS) (Last Four Digits of Federal Tax ID: 3481); (ii) Puerto Rico Sales Tax Financing Corporation ("COFINA") (Bankruptcy Case No. 17 BK 3284-LTS) (Last Four Digits of Federal Tax ID: 8474); (iii) Employees Retirement System of the Government of the Commonwealth of Puerto Rico ("ERS") (Bankruptcy Case No. 17 BK 3566-LTS) (Last Four Digits of Federal Tax ID: 9686); (iv) Puerto Rico Highways and Transportation Authority ("HTA") (Bankruptcy Case No. 17 BK 3567-LTS) (Last Four Digits of Federal Tax ID: 3808); and (v) Puerto Rico Electric Power Authority ("PREPA") (Bankruptcy Case No. 17 BK 4780-LTS) (Last Four Digits of Federal Tax ID: 3747). (Title III case numbers are listed as Bankruptcy Case numbers due to software limitations).

**JOINT MOTION IN COMPLIANCE WITH ORDER RELATED TO  
MASTERLINK CORPORATION'S MOTION FOR RELIEF OF STAY**

To the Honorable United States District Court Judge Laura Taylor Swain:

On behalf of the Puerto Rico Electric Power Authority ("PREPA"), the Puerto Rico Fiscal Agency and Financial Advisory Authority ("AAFAF") pursuant to the authority granted to it under the *Enabling Act of the Fiscal Agency and Financial Advisory Authority*, Act 2-2017, and Movant, Masterlink Corporation ("ML"), respectfully submit this Joint Motion in Compliance with Order (the "Motion"). In support of the Motion, the parties respectfully state as follows:<sup>2</sup>

1. On July 16, 2018, this Court issued an order granting ML's unopposed request for an extension of time to file a joint report and extended the deadline to July 25, 2018. [Dkt. No. 3524.] The joint report pertains to this Court's order entered on May 1, 2018 (the "Initial Order") concerning the parties' "efforts to seek to develop a mutually acceptable resolution of the outstanding performance bond issue or, at minimum, an agreed statement regarding the nature and pendency of the stayed litigation that can be used in connection with inquiries as ML's bids for business." [Dkt. No. 2985 at 6.]

2. In compliance with the Initial Order, on July 25, 2018, the parties informed the Court of the efforts made by both parties to reach an agreement as related to the nature and pendency of the stayed litigation and ML's concerns regarding the potential impact of the pending litigation in relation to its commercial prospects with PREPA. [Dkt. No. 3696]

3. On August 27, 2018, the parties informed the Court that the parties were in communication and still in the process of discussing possible alternatives and drafting a mutually

---

<sup>2</sup> The Financial Oversight and Management Board for Puerto Rico, as the Debtors' representative pursuant to section 315(b) of the *Puerto Rico Oversight, Management, and Economic Stability Act* ("PROMESA"), has authorized AAFAF to join in this Motion on behalf of PREPA.

acceptable statement, and requested until September 7, 2018 to inform the Court of the status of a mutually agreeable statement regarding both parties' concerns going forward. [Dkt. No. 3812]

4. The parties have informed the Court on various occasions that they have been in the process of discussing possible alternatives to adequately address the Court's order. See, [Dkts. 3812, 3895, 4022, 4084, 4276, 4431].

5. The parties hereby inform the Court that they have reached a consensus regarding ML's concern of the use of the contested default at issue as an adverse performance history by Masterlink. The parties have agreed that during the duration of the automatic stay and/or while their controversies remain unadjudicated, PREPA will not use and will not be allowed to use the events related to this contested default in the Culebra Project as an adverse performance history for other projects in which Masterlink may bid. The parties will submit a formal document to this regard which will allow and put Masterlink in the position to affirmatively demand for this agreement to be complied with and seek actual certification that in fact it has.

6. The parties will file a joint motion on the status of the draft of this statement and their respective positions on any pending issue by February 15, 2019.

**RESPECTFULLY SUBMITTED.**

**I HEREBY CERTIFY** that on this date, I have electronically filed the foregoing with the Clerk of the Court using the CM/ECF system, which will send notification of such filing to counsel of record.

In San Juan, Puerto Rico, this 15<sup>th</sup> day of January, 2019.

**THE PUERTO RICO ELECTRIC  
POWER AUTHORITY**

By its attorneys,

/s/ Arturo Díaz Angueria  
USDC No. 117907

/s/ Katiuska Bolaños Lugo  
USDC No. 231812  
CANCIO, NADAL, RIVERA & DÍAZ,  
P.S.C.  
PO Box 364966  
San Juan, PR 00936-4966  
Phone: (787) 767-9625  
Fax: (787) 764-4430  
Email: adiaz@cnrd.com  
kbolanos@cnrd.com

**MOVANTS MASTERLINK  
CORPORATION**

S/ **Alexis A. Betancourt Vincenty**  
Alexis A. Betancourt Vincenty  
USDC-PR No. 301304  
Lugo Mender Group, LLC  
100 Carr. 165 Suite 501  
Guaynbao, P.R. 00968-8052  
Tel. (787) 707-0404  
Fax (787) 707-0412  
a\_betancourt@lugomender.com

**THE PUERTO RICO FISCAL  
AGENCY AND FINANCIAL  
ADVISORY AUTHORITY, as Fiscal  
Agent for PREPA**

By its attorneys,

/s/ Diana M. Perez

Nancy N. Mitchell (*admitted pro hac  
vice*) Diana M. Perez (*admitted pro hac  
vice*) O'Melveny & Myers LLP  
7 Times Square  
New York, NY 10036  
Phone: (212) 326-2000  
Fax: (212) 326-2061  
Email: nmitchell@omm.com  
dperez@omm.com